

BYLAWS

DISTRICT NINE OF THE AMERICAN CONTRACT BRIDGE LEAGUE, Inc.

ARTICLE I

ORGANIZATION Name, Purposes, and Offices

Section 1. The name of this organization is District Nine of the American Contract Bridge League, Inc., hereinafter referred to as the District or District 9.

Section 2. The District is incorporated as a nonprofit corporation under the laws of the State of Florida and has such powers and obligations as provided in the laws of the state of Florida for such corporations.

Section 3. The District is a subsidiary of the American Contract Bridge League, hereinafter referred to as ACBL.

Section 4. The District is composed of subsidiary corporate organizations called Units which are geographically defined subsidiaries of the ACBL and over which the District exercises powers specified by ACBL.

Section 5. The purposes for which the District is organized are: to foster community welfare in the furtherance of the game of contract bridge in its various forms of competition; to promulgate high standards of conduct and ethics to its members and to enforce such standards; to provide organized bridge activities and services to satisfy the social, recreational, and competitive needs of the membership and the community; to conduct tournaments and other competitive events as permitted by the American Contract Bridge League; and to conduct such other activities as may be in keeping with its principal objectives. Within those purposes the District shall exercise its power to coordinate all ACBL bridge tournament schedules within the District and shall perform all of the functions prescribed and required by ACBL.

ARTICLE II

MEMBERSHIP

All ACBL Units which are or hereafter come into being within the geographical boundaries of the District are automatically members of the District so long as they remain within the District, without requirement of any petition of formal action on the part of the Unit. ACBL members residing within the District are subject to the jurisdiction of the District in enforcing ACBL policies and regulations, but are not members of the District.

No annual membership meetings shall be required, but may be held upon 10 days' notice upon the direction of the President or the Executive Committee or upon petition of one half of the members of the Board.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Each Unit shall be entitled to one member of the Board of Directors for each 1000 ACBL members residing within its geographical boundaries or majority fraction thereof, with a minimum entitlement of two Board members. The number of ACBL members shall be the number existing on December 1 of the preceding year or the number designated by ACBL when forming a new Unit. When such members of the Board of Directors are selected by Unit process, the Unit shall notify the Secretary of the names, ACBL numbers, email address, mailing address, and telephone number of each Board member.

Section 2. All Board Directors must be members in good standing of the ACBL. Each Director is subject to a duty of loyalty to the District and a duty of care in the performance of duties as a director.

Section 3. The term of a member of the Board of Directors shall be for one year, commencing January 1 of the year following certification of the Unit, or upon certification if delayed beyond that date. There shall be no limitation on the number of consecutive terms served. The term of a Director may be terminated and/or a new Director appointed by the Unit through its process unless prohibited herein by virtue of the Director's being elected to a position as an officer.

Section 4. The District 9 Director to the ACBL National Board shall be an ex-officio member of the District Board and all committees that may be created. The District Director shall cooperate with the Board in an advisory capacity. The District Director may also be a voting member of the Board if selected by Unit process. Voting for District Director to the ACBL shall be as directed by the ACBL.

Section 5. The Board of Directors shall conduct all business, property, interests, and other affairs of the District and shall have the following specific and general powers and duties:

A) To acquire, hold and dispose of funds or property and to perform all other functions and duties accorded to nonprofit corporations by the laws of the State of Florida.

B) To levy dues or assessments on member Units prorated by ACBL membership.

C) To assess all Host Units a fee for conducting regional tournaments, which shall be in accordance with a formula set annually based upon either a lump sum amount or a per table fee, or any combination thereof.

D) To determine eligibility to participate in Regional tournaments held within the District, in accordance with ACBL regulations.

E) To impose sanctions upon members of the ACBL for actions contravening ACBL policies during or within an ACBL sanctioned game conducted by or in District 9 whether or not the ACBL member is a resident of District 9.

F) To delegate non-policy making authority to persons who are not Directors.

G) To allocate Regionally rated tournaments within the District

(1) Unit 128 shall conduct the Southeastern Regional

(2) Unit 128 shall conduct the former Off Shore Regional or its successor.

(3) All of the remaining District regional tournaments shall be assigned to a Host Unit from among its Unit members. The District may establish operational and hospitality standards and shall ensure compliance with ACBL regulations. The District shall establish the entry fees and financial rights and responsibilities for each Regional.

H) To make such other and further actions as may from time to time be necessary to further and implement the purposes and aims of the District as set forth herein.

Section 6. Meetings of the Board of Directors shall be subject to the following:

A) Regular meetings shall be scheduled by the Board and held in conjunction with regional tournaments within Florida set at least fifteen days in advance. Special meetings may be called at any time by the President or by one half of the Board Directors upon at least fifteen days' notice. Items may be placed upon the agenda if only if submitted at least eleven days in advance. Agendas shall be sent to Board members ten days in advance.

B) Written notice of meetings shall be sent to Board members by email at least 15 days in advance, specifying the time and address. If email is not available, then notice may be provided by regular mail or by hand delivery Attendance at a meeting shall constitute waiver of notice unless for the specific purpose of objecting to the transaction of business for failure to lawfully call or convene the meeting.

C) Members of the Board of Directors may participate in a meeting by means of a conference telephone or other communications equipment provided that all entitled participants are able to speak and be heard by all other participants and each participant may hear all of the other participants instantaneously. Participation by such means by any or all Board members shall constitute presence in person at a meeting for all purposes, including establishment of a quorum.

D) A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

E) Proxies shall not be permitted for any board meeting. Only a Unit President may designate a substitute for a Board member who is unable to attend a Board meeting, provided that notification to the Secretary of the substitution is made in writing accompanied by the ACBL and contact information required in Section 1 of this Article.

ARTICLE IV

OFFICERS

Section 1. The officers shall be a President, a Vice President, a Secretary, and a Treasurer, each elected for a two year term commencing January 1 of odd-numbered years, continuing until their successors are elected and qualified. The President may serve no more than two consecutive terms, but there shall be no limitation on the election of the other officers. The Unit of a Director may not terminate or select a successor to an elected officer until the conclusion of the term set forth herein.

Section 2. The President shall preside at all meetings of the Board of Directors, shall have general supervision of the affairs of the corporation, and shall perform such other duties as are incident to the office or are properly required of the President by the Board of Directors.

Section 3. The Vice President shall exercise all the functions of the President during the President's absence or disability. The Vice President shall have such powers and discharge such duties as may be assigned to him from time to time by the Board of Directors.

Section 4. The Secretary shall issue notices for all meetings, shall keep minutes of all meetings, shall have charge of the corporate books, and shall make such reports and perform such other duties as are incident to the office, or are properly required of the Secretary by the Board of Directors.

Section 5. The Treasurer shall have the custody of all monies and securities of the corporation and shall keep regular books of account. The Treasurer shall disburse the funds of the corporation in payment of the just demands against the corporation or as may be ordered by the Board of Directors and shall render to the Board of Directors, from time to time as may be required, an account of all transactions undertaken as Treasurer and of the financial condition of the corporation. The Treasurer shall perform such other duties as are incident to the office or are properly required by the Board of Directors.

The Board may require that the Treasurer be bonded. The Treasurer shall deposit all funds in financial institutions designated by the Board of Directors. The Board may designate an amount above which every check must be signed by two officers. A report shall be submitted during the last regularly scheduled meeting each year and at such other times as may be required by the President or Board of Directors.

Section 6. Nominations for each of the offices shall be made from the floor during the course of the election meeting normally held during the last regularly scheduled Regional of the year during which the election cycle occurs. A majority of votes is necessary for election and, if no majority exists on a first ballot, the names of only those two candidates, including ties, receiving the largest number of votes will be placed on the second ballot.

Section 7. If any officer is absent or unable to act and no other person is authorized to act in such officer's place by the provisions of these Bylaws the Board of Directors may from time to time delegate the powers or duties of such officer to any other officer, director, or other person it may select.

Section 8. Upon ten days' notice, written cause and the conduct of a regular or special meeting of the Board of Directors, any officer or member of the Board of Directors may be removed for cause upon the vote of two thirds of the attending members of the Board of Directors.

Section 9. Any officer may resign at any time by delivering written notice to the President, the Secretary, or the Board of Directors, or by giving oral or written notice at any meeting of the Board of Directors. Any officer's resignation will take effect upon delivery of notice unless the notice of resignation specifies a later effective date. Acceptance of an officer's resignation will not be necessary to make it effective.

Section 10. Both the Secretary and the Treasurer may be paid an annual salary in the discretion and amount determined by the Board of Directors. The remaining officers of the District shall serve without compensation but may all receive reimbursement of expenditures made on behalf of the District.

ARTICLE V COMMITTEES

Section 1. The President, with the approval of the Board of Directors, shall have the power to create and appoint the members of such standing and special committees as he may deem necessary or appropriate, designate the chairs thereof and assign functions thereto. The members of committees need not be members of the Board of Directors.

Section 2 There shall be an Executive Committee consisting of the officers of the corporation, with such additions or deletions from among the members of the Board of Directors as may be designated by the Board. This committee shall have the power to carry out the ordinary day to day business of the District in accordance with established policies and such other powers as provided by resolution of the Board of Directors except as prohibited by nonprofit law. Rules governing meetings of the executive committee shall be as established by the Board of Directors, or in the absence thereof, by the committee itself. The actions of the Executive Committee shall be presented to the full board at the next meeting for ratification.

Section 3. A Judicial Committee shall be appointed by the President, including designation of a chairman and as many as five additional members, from among the District Board of Directors. No Unit may have more than three members of this committee. The Judicial Committee shall follow ACBL regulations in all matters.

Section 4. Other committees shall be established at the discretion of the President, who shall nominate the chairman and each committee member. .

Section 5. The duration of committees shall be at the discretion of the President or the term of the Directors, whichever comes first.

ARTICLE VI AMENDMENTS

These By-Laws may be amended at any meeting of the Board of Directors providing that the notice of such meeting states the amendment to be considered and is mailed or emailed to each member Unit at least thirty (30) days prior to such meeting. A concurrent vote of two-thirds of the votes present at any quorum meeting of the Board of Directors shall be required for the passage of any amendment to these By-Laws.

ARTICLE VII NONPROFIT STATUS and DISSOLUTION

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to its members. It is presently operating as a 503 (c) (4) approved corporation organized solely for nonprofit purposes. On the dissolution or winding up of this Corporation, assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation shall be distributed to according to the regulations of the IRS to an IRS approved nonprofit or charitable institution and IRS compliant policies and designees of the ACBL. If this Corporation holds any assets in trust, they shall be disposed of in such a manner as may be directed by judgment of a court of appropriate jurisdiction.

CERTIFICATION OF THE BOARD OF DIRECTORS

The undersigned hereby certifies (i) I am the President of District Nine of the American Contract Bridge League, Inc., a nonprofit Corporation of the State of Florida. (ii) the above Bylaws are a true, correct, and complete copy of bylaws adopted at a duly held meeting of the Board of Directors, as provided by the previous Bylaws on the 11th day of June 2016 and in accordance with the laws of the State of Florida and (iii) the Resolutions are in full force and effect on the Effective Date hereof and have not been amended on or subsequent to the Effective date.

IN WITNESS WHEREOF, I have hereunto executed this Certificate in my official capacity on 14 day of June, 2016

By: _____


Betty Sandifer, President