

**FORT LAUDERDALE BRIDGE CLUB, INC.**  
**A Not-For-Profit Organization**

**BYLAWS**

**Fiscal Year: January 1 through December 31**

**Adopted: December 1, 1958. Amended: 1959, 1960, 1963, 1968, 1969, 1976, 1989, 1995, 1999, 2002, and 2006.**

**ARTICLE I**  
**PURPOSE**

As stated in the **Charter**, the purposes of this corporation are to promote and preserve without intention of pecuniary gain, the best interests of the game of **Duplicate Bridge** and to conduct such other activities as may be in keeping with its principal object and approved by the **Board of Governors** (hereinafter called "the **Board**").

**ARTICLE II**  
**MEMBERSHIP**

**A. QUALIFICATION FOR MEMBERSHIP**

1. Without regard to race, color, creed, religion, gender, age, origin, sexual orientation, or handicap, Membership in the **FORT LAUDERDALE BRIDGE CLUB, INC.** (hereinafter referred to as "the **CLUB**") shall be open to persons having an interest in the game of **Duplicate Bridge**.
2. Applicants for membership shall be required to submit a written application and remit a payment for the initiation fee and membership dues.
3. Continued membership requires the submittal of an annual payment of membership dues. Non-payment of the annual membership dues will be interpreted as voluntary termination of membership.

**B. RESPONSIBILITIES OF MEMBERS**

1. To promote a friendly environment and maintain an enjoyable atmosphere during the course of the game.
2. To maintain a high standard of ethics and sportsmanship at all times.

**C. RIGHTS OF MEMBERS**

1. Members of the **CLUB** shall have a right to participate in and to vote at the **Annual Membership** and all **Special Membership Meetings** and for the election of members of the **Board**. Members **do not** have a right to vote at regular or special meetings of the **Board**, but are encouraged to attend.
2. Voting by proxy is permissible at **Annual Membership** and **Special Membership Meetings**. The proxy must be in writing, stating the designated holder, the authority given and time limit for the proxy. The proxy must be signed and dated by the member of the **CLUB** giving the proxy.
3. Each member of the **CLUB**, except the **Club Manager** and **Game Directors**, shall be eligible to serve as an Officer or member of the **Board**.

**D. HONORARY LIFE MEMBERSHIP**

For distinguished service to the **CLUB**, the **Board**, from time-to-time, may select a member as an **Honorary Life Member**, who will be exempt from membership dues, but will have all membership privileges of the **CLUB**.

**ARTICLE III  
MEMBERSHIP MEETINGS**

**A. QUORUMS**

A quorum shall consist of no less than ten percent (10%) of the current membership.

**B. ANNUAL MEMBERSHIP MEETING**

1. An **Annual Membership Meeting** of the **CLUB** shall be held no later than the second week of December each year with the specific date being determined by the **Board**.
2. Thirty (30) days notice of the date, time, place and agenda of the **Annual Membership Meeting** shall be posted at the **CLUB** and on the website.

**C. SPECIAL MEMBERSHIP MEETINGS**

1. **Special Membership Meetings** may be called by: (1) the **President** of the **Board**; (2) a written request signed by not less than a majority of the **Board**; or (3) a written request of not less than ten percent (10%) of the full membership delivered to any Officer of the **Board**.
2. Within one (1) week of receipt of a written request for a **Special Membership Meeting** (either from the members of the **Board** or the membership) the **President** of the **Board** shall issue a notice to all members of the **CLUB**.
3. All notices of **Special Membership Meetings** shall be sent by mail to each member and posted on the website providing a fifteen (15) day advance notice of the time, place and agenda for the meeting.

**ARTICLE IV  
NOMINATIONS AND ELECTIONS**

**A. NOMINATING PROCEDURES**

1. On or before the September **Regular Board Meeting** of each year, the **President** of the **Board** shall nominate and the **Board** approve six (6) members to a **Nominating Committee**. Three (3) members shall be from among the four (4) members of the Board whose term is expiring and three (3) shall be from the membership-at-large.
2. On or before the October **Regular Board Meeting** of each year, the **Nominating Committee** shall submit to the **Board** a list of a minimum of four (4) and a maximum of eight (8) names of members as nominees to be considered for election to the four (4) vacancies on the **Board**.
3. Nominations may also be made by petition signed by ten percent (10%) of the **CLUB** members. These petitions must be filed with an Officer of the **CLUB** prior to the November meeting of the **Board**. In such instances, the **Board** may approve more than eight (8) candidates for the four (4) vacancies.

**B. VOTING PROCEDURES**

1. Ballots shall be distributed in person or by mail to all members of the **CLUB** as soon as practical following the November meeting of the **Board**.
2. Ballots may be hand delivered or received by mail at the **CLUB** and deposited in the designated ballot box no later than 12:00 midnight on December 30. The ballot must be in a sealed envelope bearing the name of the member casting the ballot on the outside of the envelope.
3. Members may vote for up to four (4) of the nominees listed on the ballot. Should votes be cast for more than four (4) nominees on any ballot, that ballot shall be disqualified.
4. The four (4) nominees receiving a plurality of the votes shall be determined to be elected to the **Board**. In cases of tie votes between candidates, a coin toss will determine the winning sequence of the candidates.
5. Each ballot shall be entered on a recap sheet. The recap sheet shall be checked and signed by the **Nominating Committee** and kept until the following year's election.
6. Election results shall be announced at the **CLUB** on December 31 and posted as soon as practical thereafter on the bulletin board and website.

### **C. TERMS OF OFFICE**

1. Members elected to the **Board** shall hold office for three (3) years. Any past **Board** member may seek re-election for another three (3) year term after a one (1) year interval between terms.
2. Any member elected to the **Board** may be removed by a majority vote of the other members of the **Board** for instances of non-performance or malfeasance.
3. Should a member of the **Board** leave prior to the end of their term, the successor shall be the candidate who, in the last preceding election, received the next highest number of votes. If that person should decline or not be available, then the next candidate in number of votes in that election shall be the successor. The successor shall serve the unexpired term of the member leaving the **Board**.

### **D. ELECTION OF CLUB OFFICERS**

1. As soon as practical, but not later than the next regular meeting of the **Board** following the Annual Election, the newly elected **Board** shall convene for the purpose of electing a **President, Vice President, Secretary and Treasurer**.
2. If an Officer vacancy occurs during the year, the **Board** shall elect a replacement Officer from its members.

## **ARTICLE V MANAGEMENT**

### **A. THE BOARD OF GOVERNORS**

1. The **Board** shall consist of twelve (12) members.
2. For purposes of conducting official business, the presence of seven (7) members of the **Board** shall constitute a quorum and only votes taken at the **Regular** and/or **Special Board Meetings** shall be valid.
3. The **Board** shall convene **Regular Board Meetings** monthly in order to effectively manage and control the affairs of the **CLUB** in carrying out its purposes according to the **Charter** and **BYLAWS**. Minutes shall be recorded and retained of all month **Regular Board Meetings**.
4. To address special, unforeseen, or emergency needs, the **President** or a quorum of the **Board** must call a **Special Board Meeting**. Minutes shall be recorded and retained of **Special Board Meetings**.

### **B. DUTIES OF THE BOARD OF GOVERNORS**

1. To engage an independent contractor as **Club Manager** with duties as determined by the **Board**.
2. To censure, suspend or expel any **CLUB** member for conduct improper and prejudicial to the welfare and reputation of the **CLUB**. (See Article X, below.)
3. To call **Special Membership Meetings** of the **CLUB** to consider any specific subject(s).
4. To determine the weekly schedule of all **Duplicate Bridge** games, set the fees for the daily **Duplicate Bridge** games and other **CLUB** activities and to set the initiation fees and membership dues.
5. To appoint such committees from the membership as may be necessary or advisable, or as hereinafter stipulated.
6. To contract at their discretion for any services needed for the maintenance and operation of the **CLUB**.
7. To secure bonding in an appropriate amount for the **President, Vice President, Secretary, Treasurer, and Club Manager**.
8. To give final approval over all independent contractors hired for the operation of the **CLUB's** activities.

9. To control commitments of indebtedness or expenses by **Board** members and the **Club Manager** within the following limits:
- a. No indebtedness or expense in excess of \$200 shall be incurred by any member of the **Board of Governors** or his or her committee unless the same shall first be authorized by the **Board**.
  - b. In the instance of a facilities emergency, the **Club Manager** may independently commit indebtedness or expense of up to \$750. In the absence of the **Club Manager**, responsibility transfers to the **Board President** or **Treasurer**.

## ARTICLE VI DUTIES OF ELECTED OFFICERS

The **Board of Governors** shall elect the following four (4) officers from among the **Board's** twelve (12) elected members. No officer of the **Board** shall receive compensation for their position.

- A. PRESIDENT** – shall be the Chairperson of all meetings of the **Board** and of any meetings of the full membership of the **CLUB**. The **President** shall supervise and coordinate the management of the affairs of the **CLUB** and perform all duties customary to the office. The **President** shall be a member **ex officio** of all committees.
- B. VICE PRESIDENT** – shall assume all of the duties of the **President** if for any reason that Officer is absent or is incapable to act.
- C. SECRETARY** – shall prepare and retain the minutes of all meetings of the **Board** and any meetings of the full membership of the **CLUB**. Copies of these minutes shall be posted on the bulletin board and website and a file maintained at the **CLUB**. The **Secretary** shall perform other duties as is customary to the office.
- D. TREASURER** – shall maintain all official financial records and files of the **CLUB**. The **Treasurer** shall propose an annual budget for adoption by the **Board** and shall report monthly to the **Board** all income and expenses against the adopted budget. A copy of the monthly reports shall be posed on the bulletin board and website and a file maintained at the **CLUB**. The **Treasurer** shall perform such other duties as is customary to the office.

## ARTICLE VII COMMITTEES

### A. COMMITTEE APPOINTMENTS

1. The **Board of Governors** may designate committees and appoint chairpersons and members to those committees to assist the **Board** with various activities needed to fulfill both the **Charter** and purpose of the **CLUB**.
2. **Committee Chairpersons** may be appointed from among the members of the **Board** or from the membership-at-large. While the **President** of the **Board** shall recommend the need for a committee and shall nominate the **Committee Chairpersons** (and recommend other members to a committee), the **Board** shall approve the recommendations and nominations. Once appointed, **Committee Chairpersons** may, with the approval of the **Board**, appoint additional members to their committee from the membership-at-large.

### B. STANDING COMMITTEES

**Standing Committees** are those committees which are created to assist the **Board** in the coordination and oversight of vital activities necessary for the operation and maintenance of the **CLUB**. The following **Standing Committees** shall be constituted annually by the **Board**.

1. **Rules Committee** – shall be responsible for determining proper interpretation of **Duplicate Bridge** rulings in difficult and unusual situations during a bridge session. Members of this committee should have a through knowledge of the **Laws of Duplicate Bridge**, as well as a knowledge of the ethical behavior required of members of the **CLUB**. Outside help may be requested by the committee members, if deemed necessary. Should action require disciplinary action, **ARTICLE X** (below) shall be implemented.
2. **Grievance and Ethics Committee** – shall be responsible for resolving **CLUB** member grievances and issues of ethics involving members behavior while participating in **CLUB** activities. These grievance must be submitted to the committee on an approved Player Action Incident Form. **ARTICLE X** (below) shall be adhered to in the adjudication of grievances addressed by this committee.
3. **House Committee** – shall be responsible for inspecting the premises at various intervals throughout the year and reporting to the **Board** any maintenance or repairs deemed necessary. The committee may also seek volunteers to perform certain routine maintenance activities at the **CLUB**.
4. **Finance Committee** – shall be responsible for overseeing all financial activities of the **CLUB** and making recommendations to the **Board** on the annual budget and the investment of funds. It shall also oversee the audit of the **CLUB's** financial books and presenting the results to the **Board** with recommendations for correcting any negative findings. The committee shall consist of the **Treasurer** and at least two (2) non-**Board** members.

### C. SPECIAL COMMITTEES

**Special Committees** may be appointed by the **Board** for any special purpose or emergency that may arise. These committees are normally for “one-time” activities and are normally of short duration. **Special Committees** shall automatically be dissolved when the purpose for which they were created has been fulfilled.

## ARTICLE VIII AMENDMENTS

Amendments to these **BYLAWS** may only be made at a **Special Membership Meeting** called by the **Board**. The proposed changes shall be made available to the membership thirty (30) days prior to the meeting.

## ARTICLE IX CLUB ACTIVITIES

All activities at the **CLUB** shall be conducted exclusively for and by the **CLUB**. Activities at the **CLUB** shall be operated primarily for the playing of the game of **Duplicate Bridge** and activities related thereto. The playing of other card and/or board games may be permitted if such does not interfere with the game of **Duplicate Bridge** activities and the time and conditions of such have been previously approved by the **Board**.

## ARTICLE X DISCIPLINARY ACTION

### A. EJECTION FROM PREMISES AUTHORITY

1. The **Club Manager** or **Game Director(s)** may censure any member or non-member and may eject such person(s) from the premises with cause for the session during which an incident occurs. Neither, however, can suspend or permanently bar a person from the **CLUB**.
2. For censurable incidents, the **Club Manager** and/or **Game Directors** shall complete a Player Action Incident Form and submit it to the **Board** with recommendations for any appropriate follow-up action over and above one-time ejections. All follow-up action(s) shall originate from the **Board** and must adhere to **ARTICLE X.B** (below).

## **B. SUSPENSIONS, PROBATIONS AND DISBARMENT**

1. Suspensions, probations and/or permanent disbarments shall originate from the **Board** and/or **Grievance and Ethics Committee**.
2. No action(s) shall be taken until a written notice has been given to the member and an opportunity offered to that person to defend him or herself and all **ACBL** procedures for suspension, probations and disbarment have been met. An affirmative vote of a majority of the **Board** members present at the meeting is then required for any action taken.
3. The barring of any person, however for any period of time whatsoever, must appear in the minutes of the **Board** and the offender(s) must be notified by letter of the action taken and his/her appeal procedure.

## **ARTICLE XI SELLING**

At no time shall any member or non-member be given the privilege of bringing any article to sell at any **CLUB** meeting or special event. This does not preclude any fund raising affair set up by the **Board** for the benefit of the **CLUB**.

## **ARTICLE XII PARLIAMENTARY AUTHORITY**

*ROBERTS RULES OF ORDER REVISED* shall govern this **CLUB** in all cases which are not covered in these **BYLAWS**.