

**BYLAWS OF
HONOLULU UNIT NUMBER 470
OF THE
AMERICAN CONTRACT BRIDGE LEAGUE**

**ARTICLE I
THE UNIT**

The Unit functions within the bylaws and regulations of the American Contract Bridge League and of the district to which it is assigned by the American Contract Bridge League.

**ARTICLE II
OBJECTIVES OF THE ORGANIZATION**

The objectives of the organization are:

1. To preserve and promote the best interests of and to stimulate interest in the art of playing competitive duplicate contract bridge and any modifications thereof;
2. To cooperate with and assist the League in the promotion and conduct of contract bridge tournaments;
3. To encourage the highest standards of conduct and ethics by its members, and to enforce such standards;
4. To promote the development and organization of affiliated clubs within the Unit;
5. To cooperate in the League's charity program, and to sponsor and conduct charity events with the object of realizing funds to be devoted to worthy humanitarian causes;
6. To conduct such other activities as may be in keeping with its principal objectives.

**ARTICLE III
UNIT JURISDICTION**

The geographical area within which the Honolulu Unit may operate shall be the islands of Oahu, Kauai and Guam, and such additional or lesser areas as may be assigned to it by the Board of Directors of the American Contract Bridge League from time to time.

ARTICLE IV
MEMBERSHIP

1. Any person of good moral character and residing within the jurisdiction of the Unit, subject to district regulations, is eligible for membership, and no person shall be denied membership because of race, creed or color.
2. Such person, upon favorable action, shall become and remain a member unless:
 - a. Such person changes residence to a place outside the jurisdiction of the Unit, in which case the person shall become a member of the new Unit immediately on processing by the League of the change of address, unless the person has applied to remain in the Honolulu Unit in accordance with ACBL regulations;
 - b. Such person has failed to pay dues in accordance with regulations of the American Contract Bridge League;
 - c. Such person has been suspended or expelled from membership in accordance with regulations established by the American Contract Bridge League and the Board of Directors of the Unit, provided, however, that such regulations shall conform to the rules of due process applicable to membership corporations, and that such regulations as are established by the Board of Directors of the Unit shall not be in conflict with the regulations of the American Contract Bridge League.
3. Membership in the Unit carries with it membership in the American Contract Bridge League.

ARTICLE V
DUES

Annual dues shall be in the amount fixed by the American Contract Bridge League.

ARTICLE VI
MEMBERSHIP MEETINGS

1. There shall be an annual meeting of the members, which may be held in connection with a tournament or special event which Unit members attend.
2. The Unit Board of Directors shall fix the time and place of the annual meeting and shall give appropriate notice by mail of such meeting.

3. Special meetings of the members may be called by the President, or by a vote of not less than six members of the Unit Board of Directors, or by petition of not less than 25 members. Notice of the time, place and agenda of a special meeting shall be sent by mail at least ten days before such a meeting is held. Business transacted at a special meeting shall be confined to the said agenda.
4. A quorum for the transaction of business at any annual or special meeting shall consist of 50 members.
5. No proxies shall be permitted.

ARTICLE VII

UNIT BOARD OF DIRECTORS

1. **Number of Directors:**
The affairs of the Unit shall be managed and conducted by the Unit Board of Directors, which shall consist of nine persons, all of whom must be members of the Unit.
2. **Eligibility:**
Any Unit member in good standing is eligible for election to the Board of Directors except that no person owning or operating a bridge club in the Unit playing area shall be eligible to serve as a member of the Board of Directors, and no member of the Board of Directors shall, during his or her term of office, direct any of the games, including sectionals, sponsored by the Unit.
3. **Term of Office:**
Each member of the Board of Directors shall hold office for two years from February 1st of the year following his or her election to January 31st two years later, or until a successor shall have been duly elected or appointed. The members of the Board of Directors and officers in office at the time of the adoption of these bylaws shall continue in office for the remaining period of the term for which they were elected or appointed.
4. **Vacancies:**
Any vacancy on the Unit Board of Directors shall be filled by the plurality vote of the Board of Directors, and a person so elected shall hold office for the balance of the unexpired term of the person replaced.
5. **Meetings:**
The Unit Board of Directors shall hold a minimum of ten meetings a year, one of which shall be designated the annual meeting. Subsequent regular meetings thereafter shall be held pursuant to regulations established by the Board of Directors, on appropriate notice. The Board shall hold an organizational meeting in January of each year at which the newly elected members and the members whose terms do not

expire on January 31st of the year of the meeting shall elect officers for the ensuing year. Board meetings are open to members except those designated as executive sessions.

6. Quorum:

A quorum for the Unit Board of Directors for the transaction of business shall consist of not less than six members of the Board. No voting by proxy shall be allowed.

7. Powers and Duties:

In addition to the powers granted by other provisions of these bylaws and by the Laws of the State of Hawaii, the Board of Directors shall have the following powers and duties:

- a. To acquire, hold, administer, maintain and/or dispose of any property of the Unit;
- b. To appropriate the funds of the Unit for the purposes set forth in these bylaws;
- c. To cause to be audited all receipts and disbursements of the unit, and to account to the Unit members for such receipts and disbursements in an annual financial report prior to vacating office;
- d. To conduct, manage, supervise and control all the business of the Unit, including but not limited to, the conduct of tournaments, the selection of dates and locations for holding such tournaments, and the making of all contracts in connection therewith;
- e. To censure, suspend, expel or otherwise discipline any member upon reports of dishonesty, unethical or improper conduct of participants in Unit tournaments subject to the following provisions:
 - 1) No member shall be censured, suspended, expelled or otherwise disciplined until the member has been furnished written charges to which the member has had a minimum of ten days to reply, or until the member has been given a hearing. The member may be represented by counsel. Due notice shall have been given to the member by certified or registered mail at least ten days in advance.
 - 2) Disciplinary action by the Unit Board of Directors may be appealed to the National Board of Directors.
 - 3) The right of a member to play in tournaments during periods when disciplinary charges are pending shall not be affected unless otherwise directed by the Board of Directors.
- f. To hire and discharge independent contractors and to supervise their conduct and fix their compensation; and
- g. To appoint members to the Hawaiian Contract Bridge Units Association in accordance with the bylaws of HCBUA.

8. Compensation:

Board members shall not be remunerated for duties performed as members of the Board.

ARTICLE VIII
ELECTION OF BOARD OF DIRECTORS

1. The Board of Directors shall fix the time and place of the election of members of the Board of Directors, which shall be held during the month of December each year. The Board of Directors will be elected on a yearly basis in alternating fashion, five one year and four the next year. Candidates for Director shall be nominated and elected from and by the members of the Honolulu Unit.

2. **Nominations:**
At least 45 days prior to the election the Board of Directors shall appoint a Nominating Committee of three persons, who are members in good standing, two of whom shall not be members of the Board. The Nominating Committee shall prepare a slate of candidates to be placed in nomination at the forthcoming election. The names of the persons to be placed in nomination shall be made known in writing to the Unit members not less than 30 days prior to the election.

3. Additional nominations for the Board of Directors may be made by petition in writing to the Unit Secretary, which petition shall be signed by at least ten Unit members and mailed to the Secretary within ten days after the aforementioned notice described in Article VIII. Sec. 2.

4. At least 15 days prior to the election, the Unit Secretary shall mail one official ballot to each paid up Unit member and all Unit life members, and at the same time, shall advise each member of the name and address of the Election Clerk, who shall be appointed by the President, and the time and place when and where the election will be held.

5. **Balloting:**
Ballots may be sent by mail to the Election Clerk and must be received by the Clerk prior to Election Day. Ballots not mailed may be placed in a ballot box at the Unit election, prior to the designated time. Ballots shall be counted by tellers appointed by the President. Candidates and Directors may not serve as tellers. All ballots shall be secret, and no voting by proxy shall be permitted. All candidates are entitled to have witnesses at the counting.

ARTICLE IX

UNIT OFFICERS

1. Officers:

The officers of the Unit shall consist of President, Vice-President, Corresponding Secretary, Recording Secretary, and Treasurer. The President of the Unit shall be the presiding officer of the Board. All officers shall be elected annually from among the Board members and shall serve from the February 1st following their election to the following January 31st.

2. Duties:

The duties of the officers shall be as follows:

- a. The President shall:
 - 1) preside at membership meetings and meetings of the Board of Directors,
 - 2) appoint and be a member of all standing and special committees, and
 - 3) have other duties prescribed by the Board of Directors as are incidental to the office.

- b. The Vice-President shall:
 - 1) preside at all meetings in the absence of the President,
 - 2) become President if that office becomes vacant,
 - 3) have such other duties as may be assigned by the Board of Directors or the President.

- c. The Corresponding Secretary shall conduct the correspondence of the Unit, except as otherwise may be provided. Other duties may be assigned the Corresponding Secretary by the Board.

- d. The Recording Secretary shall be the custodian of the records of the Unit except such as are specifically assigned to others. The Recording Secretary shall also send out proper notices of all meetings; take minutes of all meetings conducted by the Board; keep a register, or roll, of the members; notify officers, committees, and delegates of their appointment; and furnish committees with all papers referred to them, and delegates, with credentials. Other duties may be assigned the Recording Secretary by the Board.

- e. The Treasurer shall:
 - 1) keep a complete record of the receipts and disbursements of the Unit,
 - 2) receive funds due the Unit and deposit the same promptly in a bank as instructed by the Board,
 - 3) make a financial report of the current condition of the Unit's finances to be filed with the Recording Secretary at each regular meeting of the Board,
 - 4) make an annual report to be read at the annual meeting. Copies of the report shall be available at the annual meeting and upon request,
 - 5) have other duties as may be assigned by the Board.

3. Vacancies:

Vacancies due to death, resignation, or other cause shall be filled by the Unit Board of Directors from among its members.

**ARTICLE X
IMPEACHMENT**

Any officer or director may be removed for cause at any meeting of the Unit Board of Directors provided two-thirds of those present constituting a quorum shall so vote. Any officer or director against whom impeachment charges shall be brought shall be notified in writing, by registered mail, of the charges, at least ten days prior to the meeting and shall be given an opportunity to be heard before the Unit Board of Directors and to be represented by counsel of his or her own choosing. Absence from two consecutive meetings may be cause for removal of a Director.

**ARTICLE XI
COMMITTEES**

The President, with the approval of the Board of Directors, shall appoint such committees as may be necessary to perform the functions of the Unit, and the President shall define their duties. Among the committees appointed by the President shall be the following standing committees: (1) Tournament, (2) Conduct and Ethics, (3) Membership, (4) Publicity, (5) Hospitality, and (6) Club Manager.

**ARTICLE XII
AMENDMENTS TO THE BYLAWS**

Amendment to the bylaws may be made by the members of the Unit upon petition signed by at least twenty-five members and submitted to the Secretary at least thirty days in advance of the annual meeting or any special meeting called for that purpose, or upon petition signed by at least six members of the Unit Board of Directors. It shall be the duty of the Secretary to incorporate the text of the proposed amendment in the notice of the meeting. The concurrence of two-thirds of all members present and voting shall be required to pass any amendment.

**ARTICLE XIII
PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order shall govern Unit 470 in all cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order adopted by Unit 470.

END

Revised 11 February 2001